RECORDATION NO. 23287 - G Filter

ALVORD AND ALVORD

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OF COUNSEL URBAN A. LESTER

ELIAS C. ALVORD (1942) ELLSWORTH C. ALVORD (1964) January 25, 2001

Mr. Vernon A. Williams Secretary Surface Transportation Board Washington, D.C. 20423

Corrected Transmittal Letter Recordation Number 23287-C

Dear Mr. Williams:

The Delegation Agreement filed under Recordation Number 23287-C was incorrectly dated December 22, 2000.

The correct date is December 27, 2000.

The enclosed document relates to the Memorandum of Lease which was filed with the Board under Recordation Number 23287.

The names and addresses of the parties to the document are:

Lessor: GIE Finliner Maestro

260 boulevard

Saint Germain 75007 Paris France

Lessee: National Railroad Passenger

Corporation

60 Massachusetts Avenue, N.E.

Washington, D.C. 20002

Beneficiary: Amtrak Trust HS-EDC-2

c/o Wilmington Trust Company 1100 North Market Street Wilmington, Delaware 19801 Mr. Vernon A. Williams January 25, 2001 Page Two

A description of the railroad equipment covered by the document is:

One electric locomotive AMTK 663

A short summary of the document to appear in the index follows:

Delegation Agreement among GIE Finliner Maestro, Lessor, National Railroad Passenger Corporation, Lessee, Amtrak Trust HS-EDC-2, Beneficiary, covering one electric locomotive AMTK 663.

Also enclosed is a check in the amount of \$27.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

Colon 5

RWA/anm Enclosures